

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

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	:	
	:	Case No.: 11-cv-0391 (DAB)
	:	
LEXINGTON INSURANCE COMPANY,	:	
	:	
Plaintiff,	:	
	:	
-against-	:	
	:	
TOKIO MARINE & NICHIDO FIRE	:	
INSURANCE COMPANY LIMITED, as	:	
successor to NICHIDO FIRE & MARINE	:	
INSURANCE COMPANY LIMITED,	:	
	:	
Defendant.	:	
	:	
-----X	:	

DECLARATION OF ANDREW S. AMER

I, Andrew S. Amer, make this declaration based on my personal knowledge and pursuant to 28 U.S.C. § 1746. I hereby state as follows:

1. I am a partner with the law firm of Simpson Thacher & Bartlett LLP ("Simpson Thacher"). I am admitted to practice in the United States District Court for the Southern District of New York. I respectfully submit this declaration in connection with the accompanying Stipulation and Order of Substitution of Counsel for Lexington Insurance Company ("Lexington") in the above-captioned proceeding.

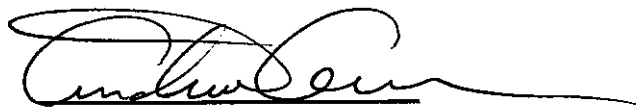
2. Simpson Thacher has executed the attached Stipulation and Order of Substitution of Counsel because Lexington wishes to be represented by Simpson Thacher in this matter in the place of O'Melveny & Myers LLP.

3. Simpson Thacher is familiar with the facts of this case and is prepared to assume the representation of Lexington effective immediately. Defendant's motion to dismiss the fourth

cause of action is before the Court. This substitution will not delay the trial of this action or have any adverse effect on any party in this suit.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on April 5, 2011



Andrew S. Amer